

MICREX DEVELOPMENT CORP.
Management Discussion and Analysis

The following discussion was prepared April 29, 2009, of the financial condition, changes in financial condition and results of operations of the Corporation for the period ended February 28, 2010 should be read in conjunction with the financial statements of the Corporation and related notes included therein.

Forward-Looking Information

This management discussion and analysis ("MD&A") contains certain forward-looking statements and information relating to Micrex Development Corp. ("Micrex" or the "Corporation") that are based on the beliefs of management as well as assumptions made by and information currently available to the Corporation. When used in this document, the words "anticipate", "believe", "estimate", "expect" and similar expressions, as they relate to the Corporation or its management, are intended to identify forward-looking statements. Such forward-looking statements relate to, among other things, regulatory compliance, the sufficiency of current working capital, the estimated cost and availability of funding for the continued exploration of the Corporation's exploration properties. Such statements reflect the current views of the Corporation with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievement of the Corporation to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements.

Specific forward looking statements include:

- putting Burmis property into production. Risks include delay or failure to obtain government permits, technical problems in operations, failure to raise sufficient funds to put the property into production, failure to enter into commercially acceptable supply or sale agreements, and failure to enter into a satisfactory agreement with the co-owners of the property;
- putting the Quebec property into production. Risks include failure to enter into commercially acceptable supply or sale agreements and technical problems during operations;
- requirement of the Corporation to raise additional equity or sell property interests to raise sufficient capital to continue operations. Risks include the failure to raise such equity due to market conditions or otherwise and failure to find interested parties willing to enter into commercially acceptable agreements.

Overall Performance

The Corporation continues its focus as a natural resource corporation with interest in precious metal, industrial minerals and rare earth properties located in Alberta, Quebec, B.C. and New Mexico. The Corporation focuses the majority of its attention on the "proving up" of prospective

properties as exploration dollars can be focused in a direct manner. Active exploration for undiscovered resources is, at present, not a priority. The Corporation is interested in properties which have a demonstrated resource, usually through historical production or testing by credible authorities such as Government Geological Survey personnel. The Corporation gives high priority to those properties which can be brought to production with relatively low cost and in a timely manner.

One gold exploration property is located in British Columbia and has excellent potential for future development. The Burmis Magnetite property is at the permitting stage. The Corporation has three gold properties in New Mexico. The Corporation's Quebec property is at the stage where magnetite and titanium production will be commenced as soon as a firm purchase order is received. The Corporation's current focus is on the follow up exploration on the Quebec property for certain rare earths, given the current market for such elements.

The Corporation is in the middle of the permitting process for its Alberta magnetite property, with a view of putting it in production in 2010. The Corporation is involved in a long and complicated government process to obtain a mining permit for its Burmis property. The Corporation and its consultants believe that such permit will be granted, but there is no assurance as to when or if that may happen.

A recent exploration program on the Corporation's Big Horn gold property yielded encouraging results, resulting in the staking of additional ground around existing claims. The Corporation's previous agreement with a third party to develop its Deadwood gold property in New Mexico has lapsed. The Corporation is in discussions with other third parties in respect to the Deadwood.

Six Month Ended February 28, 2010

Results of Operation

During the period ended February 28, 2010, the Corporation incurred a loss of \$169,373. Principal activities included the continued permitting process at Burmis and seeking customers for magnetite from the Quebec deposit. The rare earth aspect of the Quebec property became a focus subsequent to the end of the period. The Corporation had no revenue. General and administrative expenses amounted to approximately \$168,374, including wages in the form of consulting fees. Amortization was \$999, and there was no stock based compensation.

Liquidity and Capital Resources

As at February 28, 2010 the Corporation had 37,736,214 common shares outstanding. No shares were issued during the period. The Corporation had cash on hand of \$10,338 and accounts receivable of \$146,927. Like all mineral exploration companies, until production can be achieved, the Corporation is reliant on raising equity or selling property interest to continue operations.

Additional capital will need to be raised for additional exploration programs on the Corporation's properties. The amount and timing of such will depend upon the results of current exploration programs and market conditions at the time.

The Corporation has no long term debt or leases. It plans to raise the funds necessary to put the Burmis and Quebec properties into production with a combination of debt and equity. The total funds required to be raised in this respect is approximately \$500,000 for Burmis, and somewhat less for Quebec. The Corporation has arranged a debt facility to put the Quebec property into production as soon as a purchase order is finalized.

Six Months Ended February 28, 2009

Results of Operation

During the six month period ended February 28, 2009, the Corporation incurred a loss of \$130,105. The Corporation had no revenue. General and administrative expenses amounted to approximately \$167,645, including wages in the form of consulting fees. Amortization was \$1,427 and stock based compensation was recorded at \$32,060.

For the three months ending February 28, 2009, the Corporation has incurred a loss of \$92,095. No revenue has been earned and total general and administrative costs have been \$59,322, with amortization of \$713 and stock based compensation expense of \$32,060.

Liquidity and Capital Resources

As at February 28, 2009 the Corporation had 36,986,214 common shares outstanding. During the six month period 2,778,650 shares were issued as a result of a private placement.

Outlook

For 2010, the Corporation plans to continue to focus its efforts on its Quebec and Burmis Magnetite property. The Alberta permitting process has been slow and expensive, but it appears to be nearing the end. In Quebec several potential customers have expressed interest in the magnetite, but none have yet placed a firm order large enough to justify going into production. The rare earth element present in the Quebec property will be a primary focus in the near term as supply concerns for such continue to grow. Progress has been made towards getting these deposits into production, and the Corporation anticipates receiving production revenue during the 2010 calendar year.

With a continuing strong gold price, the Corporation is planning to conduct further exploration on its Big Horn gold property if capital becomes available.

The recent global credit crisis, severely declining valuations on equity markets worldwide, weakening economic growth and sharp falls in commodity prices have generated significant uncertainty for the mining sector. While there have been some improvements, companies can be expected to encounter poor terms in accessing new equity capital.

Summary of Quarterly Results

Two Year Quarterly Financial Data

2009	May 31/08	Aug 31/08	Nov. 30/08	Feb 29/09
Total Revenue (\$)	Nil	Nil	Nil	Nil
Total Income (loss) (\$)	(89,352)	(177,614)	(38,010)	(92,095)
Income (loss) per share (\$)	(0.003)	(0.005)	(0.001)	(0.003)
2010	May 31/09	Aug 31/09	Nov. 30/09	Feb 28/10
Total Revenue (\$)	Nil	Nil	Nil	Nil
Total Income (loss) (\$)	(111,841)	57,617	(40,450)	(128,923)
Income (loss) per share (\$)	(0.003)	0.002	(0.001)	(0.003)

Transactions with Related Parties

During the period Micrex recorded \$75,000 (2009 - \$75,000) to Stan Marshall, president and a director for consulting and management services provided.

The Corporation also paid legal fees of \$13,396 (2009 - \$10,182) to a law firm of which the corporate secretary is a partner.

The above transactions occurred in the normal course of operations and are recorded at the exchange amount which represents the consideration established and agreed to by the related parties.

Outstanding Share Data

As at April 26, 2010 the following shares, warrants and options are outstanding:

38,270,214 common voting shares.

Management and Directors' Options Outstanding

Number	Exercise Price	Expiry Date
75,000	0.23	September 29, 2010
375,521	0.30	December 28, 2010
520,000	0.50	March 23, 2011
140,000	0.29	February 13, 2012
673,000	0.27	May 30, 2012
80,000	0.25	July 4, 2012
241,764	0.18	February 22, 2013
534,336	0.10	January 2, 2014
265,000	0.10	July 6, 2014

The following warrants were also outstanding:

- i. 2,484,900 warrants expiring December 30, 2010, exercisable at \$0.15 per share.

Critical Accounting Policies

Stock-based Compensation

The Corporation adopted the Canadian Institute of Chartered Accountants ("CICA") Handbook Section 3870 "Stock-based Compensation and Other Stockbased Payments", which requires fair value accounting for all stock options issued during the year. A formula is used, relying on factors such as interest rates, volatility and length of time an option will be held. When determining the volatility factor and length of options for its stock-based compensation assumptions, management of the Corporation is required to make estimates for the future volatility of its shares and the length of time stock options will remain unexercised. These assumptions may not necessarily be an accurate indicator of future volatility. The model used was developed for securities whose market is liquid. The application of this model to the value of the Corporation's options is unlikely to be an accurate indicator of fair value.

International Financial Reporting Standards (IFRS)

The Canadian Accounting Standards Board has confirmed that IFRS will be adopted as Canadian GAAP for publicly accountable enterprises on January 1, 2011. The transition date of January 1, 2011 will require the restatement for comparative purposes of amounts reported by the Company for the year ended December 31, 2010. While the Company has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition of IFRS cannot be reasonably estimated at this time.

Multilateral Instrument 52-109 Disclosure Evaluation Evaluation of Disclosure Controls and Procedures

Micrex has evaluated the effectiveness of its disclosure controls and procedures and have concluded that they are sufficiently effective to provide reasonable assurance that material information relating to the Corporation is made known to management and disclosed in accordance with applicable securities regulations.

Additional Disclosure

	February 29, 2009	February 28, 2010
Consulting fees and sub-contracting fees	\$125,000	\$134,000
Stock based compensation	\$54,282	nil
Professional fees	\$40,514	\$20,549
Total general and administrative costs	\$183,256	\$168,374

Deferred Exploration and acquisition costs, by property:	February 28, 2010	August 31, 2009
	\$	\$
Big Horn Mine	862,791	860,771
Burmis Magnetite Deposit	2,381,248	2,309,620
Quebec Deposit	504,344	503,489
Accumulated deferred exploration and acquisition total	3,748,383	3,673,880

Further information with respect to the Corporation can be found on its website at www.mixcorp.com and on the SEDAR website.